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Martin R. Galbut (#002943)  
Jeana R. Webster (#021387) 2004 MAY 10 P 4: 12  
GALBUT & HUNTER  
A Professional Corporation AZ CORP COMMISSION  
2425 East Camelback, Suite 1020 DOCUMENT CONTROL  
Phoenix, Arizona 85016  
Telephone: 602-955-1455  
Facsimile: 602-955-1585  
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Attorneys for Respondents Yucatan Resorts, Inc.,  
Yucatan Resorts S.A., RHI, Inc., and RHI, S.A.

BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS:

MARC SPITZER, Chairman  
WILLIAM A. MUNDELL  
JEFF MATCH-MILLER  
MIKE GLEASON  
KRISTIN K. MAYES

DOCKET NO. S-03539A-03-0000

In the matter of:

YUCATAN RESORTS, INC., d/b/a  
YUCATAN RESORTS, S.A.,

REQUEST FOR EXPEDITED ORDER

RESORT HOLDINGS INTERNATIONAL,  
INC. d/b/a  
RESORT HOLDINGS INTERNATIONAL,  
S.A.,

(ASSIGNED TO THE HONORABLE  
MARC STERN, ADMINISTRATIVE  
LAW JUDGE)

WORLD PHANTASY TOURS, INC.  
a/k/a MAJESTY TRAVEL  
a/k/a VIAJES MAJESTY

MICHAEL E. KELLY,

Respondents.

Arizona Corporation Commission

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Dated this 10th day of May, 2004.

By Jeana R. Webster  
 Martin R. Galbut  
 Jeana R. Webster  
 Camelback Esplanade, Suite 1020  
 2425 East Camelback Road  
 Phoenix, Arizona 85016

Docket Control  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007

Honorable Marc Stern  
Administrative Law Judge  
Hearing Division  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007


1 Jaime Palfai, Esq.  
Matthew J. Neubert, Esq.  
2 Securities Division  
Arizona Corporation Commission  
3 1300 West Washington Street, 3rd Floor  
Phoenix, Arizona 85007  
4

5 COPY of the foregoing sent *via* U.S. Mail  
this 10th day of May, 2004 to:

6  
7 Joel Held, Esq.  
Elizabeth Yingling, Esq.  
8 BAKER & McKENZIE  
2300 Trammell Crow Center  
9 2001 Ross Avenue – Ste.2300  
Dallas, Texas 75201  
10 Attorneys for Respondents  
Yucatan Resorts, Inc., Yucatan Resorts, S.A.,  
11 RHI, Inc., and RHI, S.A.

12 Paul J. Roshka, Jr., Esq.  
13 James McGuire, Esq.  
ROSHKA HEYMAN & DeWULF, PLC  
14 One Arizona Center  
400 East Van Buren Street, Suite 800  
15 Phoenix, Arizona 85004  
16 Attorneys for Respondents  
Michael and Lori Kelly  
17

18 Tom Galbraith, Esq.  
Kirsten Copeland, Esq.  
19 MEYER, HENDRICKS & BIVENS P.A.  
3003 N. Central Ave. – Ste. 1200  
20 Phoenix, Arizona 85012-2915  
Attorneys for Respondent  
21 World Phantasy Tours, Inc.

22  
23   
24 Jeana R. Webster, Esq.

# **EXHIBIT 1**

1 Martin R. Galbut (#002943)  
2 Jeana R. Webster (#021387)  
3 GALBUT & HUNTER  
4 A Professional Corporation  
5 2425 East Camelback, Suite 1020  
6 Phoenix, Arizona 85016  
7 Telephone: 602-955-1455  
8 Facsimile: 602-955-1585  
9 E-Mail: mgalbut@galbuthunter.com  
10 Attorneys for Respondents Yucatan Resorts, Inc.,  
11 Yucatan Resorts S.A., RHI, Inc., and RHI, S.A.  
12

13  
14  
15 **BEFORE THE ARIZONA CORPORATION COMMISSION**  
16

17 **COMMISSIONERS:**

18 **MARC SPITZER, Chairman**  
19 **WILLIAM A. MUNDELL**  
20 **JEFF MATCH-MILLER**  
21 **MIKE GLEASON**  
22 **KRISTIN K. MAYES**

23 In the matter of:

24 **YUCATAN RESORTS, INC., d/b/a**  
25 **YUCATAN RESORTS, S.A.,**

26 **RESORT HOLDINGS INTERNATIONAL,**  
27 **INC. d/b/a**  
28 **RESORT HOLDINGS INTERNATIONAL,**  
29 **S.A.,**

30 **WORLD PHANTASY TOURS, INC.**  
31 **a/k/a MAJESTY TRAVEL**  
32 **a/k/a VIAJES MAJESTY**

33 **MICHAEL E. KELLY,**

34 Respondents.

DOCKET NO. S-03539A-03-0000

**SUBPOENA FOR DEPOSITION  
TESTIMONY**

**(ASSIGNED TO THE HONORABLE  
MARC STERN, ADMINISTRATIVE  
LAW JUDGE)**

1 **THE ARIZONA CORPORATION COMMISSION TO:** Mr. Alan Walker  
2 Investigator  
3 Securities Division  
4 Arizona Corporation Commission  
5 1300 W. Washington, 3<sup>rd</sup> Floor  
6 Phoenix, Arizona 85007

7 **YOU ARE COMMANDED**, pursuant to Ariz. Rev. Stat. § 44-1823 and A.A.C. 14-3-109,  
8 to appear and give deposition testimony at the time and place specified below:

9 **DATE AND TIME OF APPEARANCE:** May 26, 2004, at 9:00 a.m.

10 **PLACE OF APPEARANCE:** Securities Division  
11 Arizona Corporation Commission  
12 1300 W. Washington, 3<sup>rd</sup> Floor  
13 Phoenix, Arizona 85007

14 You have been subpoenaed by the attorneys for Respondents Yucatan Resorts, Inc.,  
15 Yucatan Resorts, S.A., RHI, Inc., and RHI, S.A.

16 **YOU ARE HEREBY NOTIFIED THAT DISOBEDIENCE OF THIS SUBPOENA MAY**  
17 **SUBJECT YOU TO FURTHER PROCEEDINGS AND PENALTIES UNDER THE LAW.**

18 Dated this \_\_\_\_ day of May, 2004.

19  
20  
21 

---

Brian C. McNeil, Executive Secretary  
22 Of the Arizona Corporation Commission  
23  
24  
25  
26

## **EXHIBIT 2**



1 Martin R. Galbut (#002943)  
2 Jeana R. Webster (#021387)  
3 GALBUT & HUNTER  
4 A Professional Corporation  
5 2425 East Camelback, Suite 1020  
6 Phoenix, Arizona 85016  
7 Telephone: 602-955-1455  
8 Facsimile: 602-955-1585  
9 E-Mail: mgalbut@galbuthunter.com  
10 Attorneys for Respondents Yucatan Resorts, Inc.,  
11 Yucatan Resorts S.A., RHI, Inc., and RHI, S.A.

8 **BEFORE THE ARIZONA CORPORATION COMMISSION**

9  
10 **COMMISSIONERS:**

11 **MARC SPITZER, Chairman**  
12 **WILLIAM A. MUNDELL**  
13 **JEFF MATCH-MILLER**  
14 **MIKE GLEASON**  
15 **KRISTIN K. MAYES**

16 In the matter of:

17 **YUCATAN RESORTS, INC., d/b/a**  
18 **YUCATAN RESORTS, S.A.,**

19 **RESORT HOLDINGS INTERNATIONAL,**  
20 **INC. d/b/a**  
21 **RESORT HOLDINGS INTERNATIONAL,**  
22 **S.A.,**

23 **WORLD PHANTASY TOURS, INC.**  
24 **a/k/a MAJESTY TRAVEL**  
25 **a/k/a VIAJES MAJESTY**

26 **MICHAEL E. KELLY,**

Respondents.

DOCKET NO. S-03539A-03-0000

**SUBPOENA FOR DEPOSITION  
TESTIMONY**

**(ASSIGNED TO THE HONORABLE  
MARC STERN, ADMINISTRATIVE  
LAW JUDGE)**

1 **THE ARIZONA CORPORATION COMMISSION TO:** Records Custodian  
2 Securities Division  
3 Arizona Corporation Commission  
4 1300 W. Washington, 3<sup>rd</sup> Floor  
Phoenix, Arizona 85007

5 **YOU ARE COMMANDED**, pursuant to Ariz. Rev. Stat. § 44-1823 and A.A.C. 14-3-109,  
6 to appear and give deposition testimony at the time and place specified below:  
7

8 **DATE AND TIME OF APPEARANCE:** May 26, 2004, at 3:00 p.m.

9 **PLACE OF APPEARANCE:** Securities Division  
10 Arizona Corporation Commission  
11 1300 W. Washington, 3<sup>rd</sup> Floor  
Phoenix, Arizona 85007

12 You have been subpoenaed by the attorneys for Respondents Yucatan Resorts, Inc.,  
13 Yucatan Resorts, S.A., RHI, Inc., and RHI, S.A.

14 **YOU ARE HEREBY NOTIFIED THAT DISOBEDIENCE OF THIS SUBPOENA MAY**  
15 **SUBJECT YOU TO FURTHER PROCEEDINGS AND PENALTIES UNDER THE LAW.**

16 Dated this \_\_\_\_ day of May, 2004.  
17  
18  
19

20 

---

Brian C. McNeil, Executive Secretary  
21 Of the Arizona Corporation Commission  
22  
23  
24  
25  
26

# **EXHIBIT 3**

1 Martin R. Galbut (#002943)  
2 Jeana R. Webster (#021387)  
3 GALBUT & HUNTER  
4 A Professional Corporation  
5 2425 East Camelback, Suite 1020  
6 Phoenix, Arizona 85016  
7 Telephone: 602-955-1455  
8 Facsimile: 602-955-1585  
9 E-Mail: mgalbut@galbuthunter.com  
10 Attorneys for Respondents Yucatan Resorts, Inc.,  
11 Yucatan Resorts S.A., RHI, Inc., and RHI, S.A.  
12

13  
14  
15 **BEFORE THE ARIZONA CORPORATION COMMISSION**  
16

17 **COMMISSIONERS:**

18 **MARC SPITZER, Chairman**  
19 **WILLIAM A. MUNDELL**  
20 **JEFF MATCH-MILLER**  
21 **MIKE GLEASON**  
22 **KRISTIN K. MAYES**

23 In the matter of:

24 **YUCATAN RESORTS, INC., d/b/a**  
25 **YUCATAN RESORTS, S.A.,**

26 **RESORT HOLDINGS INTERNATIONAL,**  
27 **INC. d/b/a**  
28 **RESORT HOLDINGS INTERNATIONAL,**  
29 **S.A.,**

30 **WORLD PHANTASY TOURS, INC.**  
31 **a/k/a MAJESTY TRAVEL**  
32 **a/k/a VIAJES MAJESTY**

33 **MICHAEL E. KELLY,**

34 Respondents.

DOCKET NO. S-03539A-03-0000

**SUBPOENA DUCES TECUM**

**(ASSIGNED TO THE HONORABLE  
MARC STERN, ADMINISTRATIVE  
LAW JUDGE)**

1 **THE ARIZONA CORPORATION COMMISSION TO:** Custodian of Records  
2 Securities Division  
3 Arizona Corporation Commission  
4 C/o Jaime Palfai, Esq.  
5 1300 W. Washington, 3<sup>rd</sup> Floor  
6 Phoenix, Arizona 85007

7 **YOU ARE COMMANDED**, pursuant to Ariz. Rev. Stat. § 41-1062(A)(4) and § 41-  
8 1092.07(F)(4), as well as A.A.C. Rule 14-3-109(O), as well as A.A.C. Rule 14-3-109(O), to  
9 produce and permit inspection and copying of designated books, documents or tangible things in your  
10 possession, custody or control listed on Exhibit 1 hereto.

11 **DATE AND TIME OF APPEARANCE:** May 24, 2004, at 10:00 a.m.

12 **PLACE OF APPEARANCE:** GALBUT & HUNTER,  
13 a Professional Corporation  
14 2425 E. Camelback Road  
15 Suite 1020  
16 Phoenix, Arizona 85016

17 **YOU ARE HEREBY NOTIFIED THAT DISOBEDIENCE OF THIS SUBPOENA**  
18 **MAY SUBJECT YOU TO FURTHER PROCEEDINGS AND PENALTIES UNDER THE**  
19 **LAW.**

20 Dated this \_\_\_\_ day of May, 2004.

21  
22 \_\_\_\_\_  
23 Brian C. McNeil, Executive Secretary  
24 Of the Arizona Corporation Commission

25 **AT THE REQUEST OF:** Respondents, Yucatan Resorts, Inc., Yucatan Resorts, S.A.,  
26 Resort Holdings International, Inc., and Resort Holdings International, S.A., whose local attorneys'  
name, address and telephone number is: Galbut & Hunter, A Professional Corporation, Camelback

Esplanade, Suite 1020, 2425 East Camelback Road, Phoenix, Arizona 85016, (602) 955-1455.

**I.**  
**DEFINITIONS**

The following definitions shall apply herein:

1. **"Amended Order"** means the Arizona Securities Division's First Amended Temporary Order to Cease and Desist and Notice of Opportunity for Hearing, dated September 18, 2003.

2. **"Arizona Resident"** means any individual or corporate resident of the State of Arizona, including those individuals referred to as "investors" or "purchasers" throughout the Order.

3. **"Commission"** means the Arizona Corporation Commission, including any predecessor agency, the Office of the Commissioner of Securities, and the Staff of the Enforcement Unit, Registration and Enforcement Section, or any other Section thereof, and its employees, agents and assigns.

4. **"Communication"** or **"Communications"** means any contact or act by which information or knowledge is transmitted or conveyed between two or more persons and includes, without limitation: (1) written contact, whether by letter, memoranda, telegram, telex, or other documents; (2) oral contact, whether by face-to-face meetings, telephone conversations, or otherwise; and (3) nonverbal acts intended to communicate or convey any meaning, understanding, or other message.

5. **"Division"** means the Arizona Securities Division, including any predecessor agency, the Office of the Division, and the Staff of the Enforcement Unit, Registration and Enforcement Section, or any other section thereof, and its employees, agents and assigns.

6. **"Document"** means any and all writings of any kind, including the originals and non-identical copies, whether different from the originals by reason of any notation made on such copies

1 or otherwise, including without limitation, correspondence, memoranda, notes, diaries, statistics,  
2 letters, telegrams, minutes, contracts, reports, studies, text, statements, receipts, returns, summaries,  
3 pamphlets, books, prospectuses, inter-office and intra-office communications, offers, notations of any  
4 sort regarding conversations, telephone calls, meetings or other communications, bulletins, printed  
5 matters, computer printouts, teletypes, telefax, invoices, work sheets, and each and every draft,  
6 alteration, modification, change or amendment of any kind of the foregoing; graphic or aural records  
7 and oral representations of any kind, including without limitation, photographs, charts, graphs,  
8 microfiche, microfilm, video tapes, recordings, motion pictures; and electronic, magnetic, mechanical  
9 or electric records or representations of any kind, including without limitation, tapes, cassettes, disks,  
10 computer generated or stored information and recordings. All documents should be produced without  
11 alteration with any and all exhibits and attachments thereto.  
12

13 7. **“Evidence”** or “Evidencing” means tending to show, in any probative manner, the  
14 existence or nonexistence of any matter.  
15

16 8. **“Identify,”** when used in reference as a natural person, means state the full name,  
17 present or last name, complete residential and business address and the name of the current or last  
18 employer; if the person is an entity, state the current name for the entity, its principal home office  
19 address and home telephone number, and the name of the natural person with whom most of the  
20 communications with such entity are made or the name of the natural person whom the party  
21 responding to these interrogatories believes would have personal knowledge regarding the  
22 information requested in the interrogatories; and “Identify” when used in reference to document,  
23 means to state the type of document identified, its author and his or her title and position, the dates the  
24 document was created, the addressee(s) and their title or position, the person(s) receiving a copy and  
25 their title or position, and a general description of the subject matter contained in such document.  
26

- 1           9.     **"Kelly"** means Michael E. Kelly, and his employees and agents.
- 2           10.    **"Lori Kelly"** means Lori Kelly, Michael E. Kelly's spouse.
- 3           11.    **"Order"** means the Arizona Securities Division's Temporary Order to Cease and  
4 Desist and Notice of Opportunity for Hearing, dated May 20, 2003.
- 5           12.    **"Person"** means all natural persons, male or female, and all types and kinds of  
6 business and other entities, including, but not limited to, corporations, partnerships, joint ventures and  
7 sole proprietorships.
- 8           13.    **"Proceeding"** refers to all claims, crossclaims, counterclaims, and defenses, whether  
9 now asserted or asserted hereafter by amendments, supplement or otherwise, of the parties of the  
10 above-styled and numbered administrative proceeding.
- 11           14.    **"Relating"** or **"Relates"** means, in addition to its customary usual meaning,  
12 discussing, referring to, pertaining, reflecting, showing or recording.
- 13           15.    **"Resort Holdings"** means Resort Holdings International, Inc., and its officers,  
14 directors, employees, and agents.
- 15           16.    **"Resort Holdings, S.A."** means Resort Holdings International, S.A. and its officers,  
16 directors, employees, and agents.
- 17           17.    **"Universal Lease"** means the "Universal Lease Program" specifically referred to in  
18 paragraph 11 and generally referred to throughout the Order.
- 19           18.    **"Universal Lease Sales Agent"** means any company or individual that the Division  
20 contends has offered and/or sold Universal Leases in or from the State of Arizona.
- 21           19.    **"World Phantasy Tours"** means World Phantasy Tours, Inc., a/k/a Majesty Travel  
22 and Viajes Majesty (as identified in the Order), and its officers, directors, employees, and agents.
- 23           20.    **"Yucatan"** means Yucatan Resorts, Inc., and its officers, directors, employees, and  
24  
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26



1 agents.

2 21. "Yucatan S.A." means Yucatan Resorts, S.A., and its officers, directors, employees,  
3 and agents.

4  
5 **II.**  
**INSTRUCTIONS FOR USE**

6 1. The reference to "Division" in any Subpoena request shall include:

7 (a) you;

8 (b) any person or entity which is controlled by you; and

9 (c) your legal counsel and/or any other agent or representative.

10  
11 2. The documents or things sought by this Subpoena include documents, information  
12 and things known or available to the parties or person(s), their attorneys and all present and former  
13 agents, servants, representatives, investigators and others who may have obtained custody of the  
14 documents and things on behalf of the party or their attorneys at any time.

15  
16 3. In producing documents and things, indicate the particular Subpoena request to  
17 which a produced document or thing is responsive. The response shall state, with respect to each  
18 item or category, that the documents will be produced and related activities will be permitted as  
19 requested, unless the request is objected to, in which event the reasons for objection shall be  
20 stated.

21  
22 4. Unless otherwise indicated, this Subpoena covers the time frame of January 1, 2002  
23 to the present. This is referred to herein as the "time period".

24 5. If any requested document or thing cannot be produced in full, produce each such  
25 document to the extent possible, specifying each reason for your inability to produce the  
26

1 remainder and stating whatever information, knowledge or belief you have concerning the  
2 unproduced portion and the expected dates on which full production can be completed.

3  
4 6. If any documents or things requested were in existence but are no longer in  
5 existence, then so state, specifying for each document or thing:

6 (a) The type of document or thing;

7 (b) The type(s) of information contained therein;

8 (c) The date upon which it ceased to exist;

9 (d) The circumstances under which it ceased to exist;

10 (e) The identity of each person or persons having knowledge or who had  
11 knowledge of the contents thereof; and,

12 (f) The identity of each person or persons having knowledge of the  
13 circumstances under which each document or thing ceased to exist.

14  
15 7. This Subpoena *Duces Tecum* is deemed to be continuing. If, after producing  
16 documents and things, you obtain or become aware of any further documents, thing or information  
17 responsive to this First Subpoena *Duces Tecum*, you are required to produce to  
18 Petitioner/Appellant such additional documents and things, or provide Petitioner/Appellant with  
19 such additional information.  
20

21 8. File folders with tabs or labels identifying documents called for by this Subpoena  
22 must be produced intact with such documents.  
23

24 9. Documents attached to each other should not be separated.

25 10. In lieu of producing originals or copies thereof responsive to this Subpoena, you  
26 may, at your option, submit legible photographic or other reproductions of such documents,

1 provided that the originals or copies from which such productions were made are retained by you  
2 until the final disposition of this matter.

3 11. In the event that you seek to withhold any documents, things or information on the  
4 basis that it is properly subject to some limitation on discovery, you shall supply  
5 Petitioner/Appellant with a list of the documents and things for which limitation of discovery is  
6 claimed, indicating:  
7

8 (a) The name of such author, writer, sender or initiator of such document or  
9 thing, if any;

10 (b) The name of each recipient, addressee or party for whom such document or  
11 thing was intended, if any;

12 (c) The name of the person in custody or charge of possession of each such  
13 document;

14 (d) The date of each such document, if any, or an estimate thereof and so  
15 indicated as an estimate;

16 (e) The general subject matter as described in each such document, or, if no  
17 such description appears, then such other description sufficient to identify said document;

18 (f) The name, business address and position of each person who has seen, or  
19 has access to or knowledge of, the contents or nature of any such document; and

20 (g) The claimed grounds for limitation of discovery (e.g. "attorney-client  
21 privilege").  
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**EXHIBIT 1**

**DOCUMENT REQUESTS**

Please provide each of the following:

1. Any and all documents relied upon by the Division in bringing and pursuing this Proceeding, including, but not limited to: (a) any documents evidencing, relating to, or concerning any conversations or communications between the Division, on one hand, and any or all of the Respondents to this Proceeding, on the other hand; and (b) any documents the Division has obtained, whether by subpoena or otherwise, in connection with its investigation of Respondents; and (c) any documents the Division may or will use in any way in this Proceeding at any time.

2. Any and all documents evidencing, relating to, or concerning the allegations of securities violations by any or all of the Respondents to this Proceeding, as alleged in paragraphs 9, and 53-59 of the Amended Order.

3. Any and all documents evidencing, relating to, or concerning the allegations regarding Avalon Resorts as contained in paragraph 7 of the Amended Order.

4. Any and all documents evidencing, relating to or concerning the allegation that "investor funds are being pooled," as alleged in paragraph 18 of the Amended Order.

5. Any and all documents, evidencing, relating to or concerning communications between any Arizona Resident or Universal Lease Sales Agent, on the one hand, and the Division, on the other hand, relating to this Proceeding or the subject matter thereof.

6. Any and all documents evidencing, relating to or concerning the Scottsdale, Arizona seminar referred to in paragraph 20 of the Amended Order.

7. Any and all documents evidencing, relating to or concerning the allegation contained in paragraph 21 of the Amended Order that "options 1 and 2 are illusory choices, effectively leaving

1 option 3 as sole Universal Lease Program alternative.”

2 8. Any and all documents evidencing, relating to or concerning the allegations contained  
3 in paragraph 22 and 34 of the Amended Order.

4 9. Any and all documents evidencing, relating to or concerning the Arizona Department  
5 of Real Estate and its involvement, participation and/or knowledge as to any and all aspects of this  
6 Proceeding.

7  
8 10. Any and all documents evidencing, relating to or concerning any administrative orders  
9 the Division contends were issued against any or all of the Respondents to this Proceeding, as  
10 alleged in paragraphs 49-51 of the Amended Order.

11 11. Any and all documents evidencing, relating to or concerning communications between  
12 the Division, on the one hand, and any federal or state regulatory authority (including, without  
13 limitation, the Arizona Real Estate Division) on the other hand, concerning this Proceeding and/or  
14 any Respondent herein.

15  
16 12. Any and all documents evidencing, relating to, or concerning the Arizona Sales Agents  
17 referenced to in paragraphs 13 and 37 of the Amended Order.

18 13. Any and all documents evidencing, relating to, or concerning the allegations that the  
19 Universal Lease Program was or is a “scheme.”

20 14. Any and all documents evidencing, relating to or concerning the bank accounts of any  
21 Respondents to this Proceeding.

22  
23 15. Any and all documents evidencing, analyzing, reviewing, relating to or concerning  
24 training materials allegedly provided to Universal Lease Sales Agents.

25 16. Any and all notes, memoranda or other documents evidencing, relating to or  
26 concerning Allen Walker’s meetings, correspondence and/or conversations with any of the

1 Respondents and/or any Universal Lease Sales Agent.

2 17. Any and all documents evidencing, relating to or concerning correspondence or other  
3 communications between Allen Walker, on the one hand, and any agent, employee or  
4 representative of the Pennsylvania Securities Commission, on the other hand.

5 18. Any and all documents that the Division might, expects to, or will use as exhibits or  
6 evidence in this Proceeding (including, without limitation, at the Hearing).  
7

8 19. Any and all documents evidencing, relating to or concerning "Universal Lease  
9 promotional materials," as referenced in paragraph 25 of the Amended Order.

10 20. Any and all documents evidencing, relating to or concerning the allegations relating  
11 to One Vision Children's Foundation, Inc. referenced in paragraph 41 of the Amended Order.

12 21. Any and all documents evidencing, relating to or concerning the allegation, though not  
13 specifically plead in the Amended Order, relating to the Respondents involvement in a ponzi  
14 scheme --as asserted by the Securities Division during the March 4, 2004, Pre-Hearing Conference.  
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2004 MAY 10 P 4: 11

AZ CORP COMMISSION  
DOCUMENT CONTROL

Martin R. Galbut (#002943)  
Jeana R. Webster (#021387)  
GALBUT & HUNTER  
A Professional Corporation  
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Phoenix, Arizona 85016  
Telephone: 602-955-1455  
Facsimile: 602-955-1585  
E-Mail: mgalbut@galbuthunter.com  
Attorneys for Respondents Yucatan Resorts, Inc.,  
Yucatan Resorts S.A., RHI, Inc., and RHI, S.A.

**BEFORE THE ARIZONA CORPORATION COMMISSION**

**COMMISSIONERS:**

**MARC SPITZER, Chairman**  
**WILLIAM A. MUNDELL**  
**JEFF MATCH-MILLER**  
**MIKE GLEASON**  
**KRISTIN K. MAYES**

In the matter of:

**YUCATAN RESORTS, INC., d/b/a**  
**YUCATAN RESORTS, S.A.,**

**RESORT HOLDINGS INTERNATIONAL,**  
**INC. d/b/a**  
**RESORT HOLDINGS INTERNATIONAL,**  
**S.A.,**

**WORLD PHANTASY TOURS, INC.**  
**a/k/a MAJESTY TRAVEL**  
**a/k/a VIAJES MAJESTY**

**MICHAEL E. KELLY,**

Respondents.

DOCKET NO. S-03539A-03-0000

**ORDER**

**(ASSIGNED TO THE HONORABLE**  
**MARC STERN, ADMINISTRATIVE**  
**LAW JUDGE)**

1 On May 10, 2004, the Respondents Yucatan Resorts, Inc., Yucatan Resorts, S.A., Resort  
2 Holdings International, Inc., and Resort Holdings, International S.A., filed their Request for  
3 Expedited Order (hereinafter "Request"). The Request seeks an Order from this Tribunal directing  
4 the Executive Secretary of the Arizona Corporation Commission to issue: (1) a subpoena for the  
5 deposition of Investigator Alan Walker; (2) a subpoena for the deposition of the Custodian of  
6 Records for the Securities Division of the Arizona Corporation Commission; and (3) a subpoena  
7 *duces tecum* for the production of documents and records. This Tribunal, having considered the  
8 Respondents' Request, is of the opinion that the subpoenas are reasonable, and that they comply  
9 with the applicable statutes and rules for proceedings before the Arizona Corporation  
10 Commission.  
11

12 IT IS THEREFORE ORDERED that Respondents' Subpoena for the Deposition of  
13 Investigator Alan Walker, upon filing of same by Respondents, be issued by the Executive  
14 Secretary of the Corporation Commission.  
15

16 IT IS FURTHER ORDERED that Mr. Walker's deposition proceed at the offices of the  
17 Securities Division of the Corporation Commission on May 26, 2004, at 9:00 a.m.

18 IT IS FURTHER ORDERED that Respondents' Subpoena for the Deposition of the  
19 Records Custodian of the Securities Division, upon filing of same by Respondents, be issued by  
20 the Executive Secretary of the Corporation Commission.  
21

22 IT IS FURTHER ORDERED that the Record Custodian's deposition proceed at the offices  
23 of the Securities Division of the Corporation Commission on May 26, 2004, at 3:00 p.m.

24 IT IS FURTHER ORDERED that Respondents' Subpoena *Duces Tecum*, upon filing of  
25 same by Respondents, be issued by the Executive Secretary of the Corporation Commission.  
26



1 IT IS FURTHER ORDERED that the Securities Division produce the requested records  
2 and documents at the law firm of GALBUT & HUNTER, P.C., no later than 10:00 a.m. on May  
3 24, 2004.

4 Dated this \_\_\_\_\_ day of May, 2004  
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8 \_\_\_\_\_  
9 MARC E. STERN  
ADMINISTRATIVE LAW JUDGE

10 ORIGINAL and 13 copies of the foregoing  
11 hand-delivered this 10th day of May, 2004 to:

12 Docket Control  
13 Arizona Corporation Commission  
1200 West Washington Street  
14 Phoenix, Arizona 85007

15 COPY of the foregoing hand-delivered  
16 this 10th day of May, 2004 to:

17 Honorable Marc Stern  
Administrative Law Judge  
18 Hearing Division  
Arizona Corporation Commission  
19 1200 West Washington Street  
Phoenix, Arizona 85007  
20

21 Jaime Palfai, Esq.  
Matthew J. Neubert, Esq.  
22 Securities Division  
Arizona Corporation Commission  
23 1300 West Washington Street, 3rd Floor  
24 Phoenix, Arizona 85007  
25  
26

1 COPY of the foregoing sent *via* U.S. Mail  
2 this 10th day of May, 2004 to:

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Jeana R. Webster, Esq.